

EXHIBIT 2

(Rev. 9/02)

DISCLOSURE AFFIDAVIT FOR CONTRACTS AND CONCESSION AGREEMENTS NOT INVOLVING FEDERAL FUNDS

Every individual or entity submitting a bid or proposal to the City of Chicago for a contract or concession agreement not involving federal funds must complete this Disclosure Affidavit (hereafter "Disclosure Affidavit" or "Affidavit"). If the bidder/proposer is a joint venture, the joint venture and each of the joint venture partners must complete a Disclosure Affidavit.

Please print or type all responses clearly and legibly. If you need additional space for a response, attach extra pages. Please indicate the question to which you are responding on any extra pages you attach.

For purposes of this Disclosure Affidavit, the term "Contract" refers to the contract, concession, modification, amendment, extension, or other action in connection with which you are submitting the Disclosure Affidavit.

Please note that this Disclosure Affidavit requires bidders/proposers to obtain various certifications from their subcontractors before the subcontractors may perform any work under the Contract. The terms of the required subcontractor certifications are set forth below in Parts II and IV.

After reviewing your completed Disclosure Affidavit, the Corporation Counsel or the Chief Procurement Officer may require additional information to achieve full disclosure relevant to the bid, proposal, or other application.

Project Name: Digital Red Light Enforcement

Bidder/Proposer Name: RedFlex Traffic Systems

Purchase Order No.: 2281

Bidder/Proposer Business Address: _____

5813 A Uplander Way
Culver City CA 90230

Goods or services to be provided under this Contract: Digital Red Light Cameras. Installation & Support

City department to which you are submitting this form (check one):

☒ Procurement

☐ Other: _____

The undersigned, Aaron Rosenberg, as Vice President, and on behalf
of RedFlex Traffic Systems ("Bidder/Proposer" or "Contractor"), having been duly
(Name) (Title)
(Business Name)

sworn under oath certifies as follows:

PART I. DISCLOSURE OF OWNERSHIP INTERESTS

Indicate below whether the bidder/proposer is an individual or a legal entity and, if a legal entity, indicate the type of entity. Then complete Part (A), (B), (C), or (D) below, as applicable. All bidders/proposers must complete Part (E). For bidders/proposers that are sole proprietorships, Part (E) is the only section of Part I that must be completed.

☐ Individual

☐ Limited liability company

☒ Business corporation

☐ Partnership

☐ Not-for-profit corporation

☐ Joint venture

☐ Sole proprietorship

☐ Other: _____

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A. CORPORATIONS (FOR-PROFIT AND NOT-FOR-PROFIT)1. Incorporated in the State of Delaware

2. List below the name and title of all officers of the corporation:

Name	Title
<u>Bruce Higgins</u>	<u>CEO</u>
<u>Karen Finley</u>	<u>Vice President Ops</u>
_____	_____
_____	_____

3. List below the name and title of all directors of the corporation:

Name	Title
<u>Graham Davie</u>	<u>Director</u>
<u>Chris Cooper</u>	<u>Chairman</u>
<u>Robin Debernadi</u>	<u>Director</u>
_____	_____
_____	_____

TO BE COMPLETED BY FOR-PROFIT CORPORATIONS ONLY:

If there are fewer than 100 shareholders, list below the name, business address, and percentage of ownership interest of each shareholder:

Name	Business Address	Ownership Interest
<u>NA</u>	_____	_____ %
_____	_____	_____ %
_____	_____	_____ %

If there are 100 or more shareholders, list below the name, business address, and percentage of ownership interest for each shareholder who owns shares equal to or in excess of 7.5% of the proportionate ownership of the corporation:

Name	Business Address	Ownership Interest
<u>NA</u>	_____	_____ %
_____	_____	_____ %
_____	_____	_____ %

TO BE COMPLETED BY NOT-FOR-PROFIT CORPORATIONS ONLY:

List below the name, business address, and percentage of control of each member. If there are no members, write "none."

Name	Business Address	Percentage Control
_____	_____	_____ %
_____	_____	_____ %
_____	_____	_____ %

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B. PARTNERSHIPS

List below the name and business address of each partner and the percentage of ownership interest of each therein:

Name	Business Address	Ownership Interest
_____	_____	_____ %
_____	_____	_____ %
_____	_____	_____ %
_____	_____	_____ %

C. LIMITED LIABILITY COMPANIES

1. List below the names and titles of the officers, if any. If there are no officers, write "none."

Name	Title
_____	_____
_____	_____
_____	_____
_____	_____

2. List below the name, business address, and percentage of ownership interest of each (i) member and (ii) manager:

Name	Business Address	Ownership Interest
_____	_____	_____ %
_____	_____	_____ %
_____	_____	_____ %
_____	_____	_____ %

D. LAND TRUSTS, BUSINESS TRUSTS, ESTATES AND OTHER SIMILAR ENTITIES

1. Trust name and number, or other information identifying the trust: _____

2. List below the name and business address of all trustees:

Name	Business Address
_____	_____
_____	_____
_____	_____
_____	_____

3. List below the name, business address, and percentage of ownership interest of all beneficiaries:

Name	Business Address	Ownership Interest
_____	_____	_____ %
_____	_____	_____ %
_____	_____	_____ %
_____	_____	_____ %

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E. ADDITIONAL INFORMATION -- TO BE COMPLETED BY ALL BIDDERS/PROPOSERS

1. Is any ownership interest in the bidder/proposer held by one or more agents or nominees on behalf of another individual or legal entity?

☐ Yes ☒ No

If so, list below each principal's name, business address, percentage of ownership interest, and the name of the principal's agent or nominee:

Name	Business Address	Ownership Interest	Agent/Nominee
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

2. Is the bidder/proposer, or any ownership interest in the bidder/proposer, constructively controlled by another individual or legal entity, other than an agent or nominee disclosed above?

☐ Yes ☒ No

If so, list below the name and business address of each individual or entity possessing constructive control, the party whose interest is controlled, and the relationship between the two under which the control is or may be exercised:

Name	Business Address	Name of Party Whose Interest is Controlled	Agent/Nominee
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

3. Is any stock or beneficial interest in the bidder/proposer held by a corporation or other legal entity?

☐ Yes ☒ No

If Yes, each such corporation or other legal entity must make all disclosures requested in Part I (Disclosure of Ownership Interests) of this Disclosure Affidavit and must certify all information provided.

NOTE: Pursuant to Section 2-154-020 of the Municipal Code of Chicago, the information provided in Part I above must be kept current. In the event of material changes, the bidder/proposer must supplement this Affidavit, up to the time the City takes action on the bid, proposal, or other application for which this Affidavit is being submitted.

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PART II. CERTIFICATION REGARDING PROHIBITED CONDUCT**A. CONTRACTOR**

1. The Contractor or any subcontractor to be used by the Contractor in the performance of this Contract, or any affiliated entity¹ of the Contractor or any such subcontractor, or any responsible official thereof, or, if acting pursuant to the direction or authorization of a responsible official thereof, any official, agent or employee of the Contractor, any such subcontractor or any such affiliated entity, has not, during a period of three years prior to the date of execution of this Affidavit or, if a subcontractor or subcontractor's affiliated entity, during a period of three years prior to the date of award of the subcontract:
 - a. Bribed or attempted to bribe, or been convicted of bribery or attempting to bribe, a public officer or employee of the City of Chicago, the State of Illinois, any agency of the federal government or any state or local government in the United States, in that officer's or employee's official capacity; or
 - b. Agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
 - c. Made an admission of guilt of any conduct described in 1(a) and (b) above which is a matter of record but has not been prosecuted for such conduct.
2. Neither the Contractor nor any employee, official, agent, or, for partnerships and joint ventures, partner of the Contractor is barred from Contracting with any unit of state or local government as a result of engaging in or being convicted of (a) bid-rigging in violation of 720 ILCS 5/33E-3; (b) bid-rotating in violation of 720 ILCS 5/33E-4; or (c) any similar offense of any state or the United States which contains the same elements as either bid-rigging or bid-rotating.
3. The Contractor and its principals, as defined in 49 CFR Sec. 29.105:
 - a. Are not currently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded by any federal, state or local department or agency;
 - b. Have not within a three-year period preceding this Affidavit been convicted of a criminal offense in connection with obtaining, attempting to obtain, or performing a public (federal, state, local) transaction or Contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property; or had a civil judgment rendered against them for commission of fraud;
 - c. Are not currently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in paragraph (3)(b) above; and
 - d. Have not within a three-year period preceding the date of this Affidavit had one or more public transactions (federal, state or local) terminated for cause or default.
4. If the Contractor is unable to certify to any of the above statements [Part II(A)(1)-(3)], Contractor shall explain below. Attach additional pages if necessary. _____

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[If no explanation appears or begins on the lines above, it shall be conclusively presumed that the Contractor certifies to each of the above statements.]

B. SUBCONTRACTORS

1. The Contractor has obtained certifications in form and substance equal to Part II(A)(1)-(3) of this Affidavit from all subcontractors that the Contractor presently intends to use to perform this Contract. As to subcontractors to be used to perform this Contract who are not yet known by the Contractor, the Contractor will obtain certifications in form and substance equal to Part II(A)(1)-(3) of this Affidavit prior to using them as subcontractors.
2. The Contractor shall not, without the prior written consent of the City, use any subcontractors to perform this Contract if the Contractor, based on information contained in the subcontractor certification or any other information known or obtained by the Contractor, has reason to believe that, within three years prior to the award of any subcontract, the subcontractor or such subcontractor's affiliated entity, or any official, agent, or employee of such subcontractor or subcontractor's affiliated entity, has engaged in, been convicted of, or made an admission of guilt of any of the conduct listed in Part II(A)(1); or that the subcontractor, an employee, official, agent, or, for partnerships and joint ventures, partner thereof is barred from Contracting with any unit of state or local government as a result of engaging in or being convicted of bid-rigging, bid-rotating, or any similar offense; or that any of the circumstances set forth in Part II (A)(3) applies to the subcontractor or its principals. Furthermore, the Contractor shall not, without the prior written consent of the City, use as a subcontractor any individual, firm, partnership, corporation, joint venture or other entity from which the Contractor is unable to obtain a certification in form and substance equal to Part II(A)(1)-(3) of this Affidavit or which the Contractor has reason to believe cannot provide a truthful certification.
3. The Contractor shall maintain all subcontractors' certifications required by Paragraph (1) above for the duration of the Contract and shall make such certifications promptly available to the City upon request.

PART III. CERTIFICATION REGARDING TAXES, FEES, AND LITIGATION

A. STATE TAX DELINQUENCIES

Contractor is not delinquent in the payment of any tax administered by the Illinois Department of Revenue or, if delinquent, Contractor is contesting its liability for the tax or the amount of the tax in accordance with the procedures established by the appropriate Revenue Act. Alternatively, Contractor has entered into an agreement with the Illinois Department of Revenue for the payment of all such taxes that are due and is in compliance with such agreement.

B. OTHER TAXES/FEES

Contractor is not delinquent in paying any fine, fee, tax or other charge owed to the City of Chicago.

C. JUDICIAL OR ADMINISTRATIVE PROCEEDINGS

Contractor is not a party to any pending lawsuits against the City nor has Contractor been sued by the City or its agents in any judicial or administrative proceeding within the ten-year period preceding execution of this Affidavit.

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D. EXCEPTIONS

If the Contractor is unable to certify to any of the above statements [Part III (A)-(C)], Contractor shall explain below. In the case of any judicial or administrative proceedings, provide the (1) case name; (2) docket number; (3) court in which the action is or was pending; and (4) a brief description of each proceeding. Attach additional pages if necessary. _____

 [If no explanation appears or begins on the lines above, it shall be conclusively presumed that the Contractor certifies to each of the above statements.]

PART IV. CERTIFICATION REGARDING ENVIRONMENTAL COMPLIANCE**A. CONTRACTOR**

1. Neither the Contractor nor any affiliated entity of the Contractor has, during a period of five years prior to the date of execution of this Affidavit, (a) violated or engaged in any conduct which violated Sections 7-28-440 or 11-4-1500 or Article XIV of Chapter 11-4 or Chapters 7-28 or 11-4 of the Municipal Code or any other Environmental Restriction²; (b) received notice of any claim, demand or action, including but not limited to citations and warrants, from the City of Chicago, the State of Illinois, the federal government, any state or political subdivision thereof, or any agency, court or body of the federal government or any state or political subdivision thereof, exercising executive, legislative, judicial, regulatory or administrative functions, relating to a violation or alleged violation of Sections 7-28-440 or 11-4-1500 or Article XIV of Chapter 11-4 or Chapters 7-28 or 11-4 of the Municipal Code or any other Environmental Restriction; or (c) been subject to any fine or penalty of any nature for failure to comply with Sections 7-28-440 or 11-4-1500 or Article XIV of Chapter 11-4 or Chapters 7-28 or 11-4 of the Municipal Code or any other Environmental Restriction.

If the Contractor is unable to certify to any of the above statements [Part IV(A)(1)(a)-(c)], Contractor shall identify all exceptions and indicate whether any such exceptions occurred within the City or otherwise pertain to the City. Attach additional pages if necessary. _____

 [If no explanation appears or begins on the lines above, it shall be conclusively presumed that the Contractor certifies to the above statements.]

2. Contractor shall comply with all requirements of the Clean Air Act ("CAA"), 42 U.S.C. §7401-7642, and the Clean Water Act ("CWA"), 33 U.S.C. §1251-1387, including the requirements of section 114 of the CAA and section 308 of the CWA, and all other applicable clean air standards and clean water standards in performing the Contract.
3. Until completion of the Contractor's performance under the Contract, if the Contractor violates Sections 7-28-440 or 11-4-1500, any other provisions of Chapters 7-28 or 11-4 of the Municipal Code, or any other Environmental Restrictions, whether in the performance of the Contract or otherwise, such violation shall be considered an event of default under the Contract.

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B. SUBCONTRACTORS

1. The Contractor has obtained certifications in form and substance equal to Part IV(A)(1) and (2) of this Affidavit from all subcontractors that the Contractor presently intends to use to perform this Contract. As to subcontractors to be used to perform this Contract who are not yet known by the Contractor, the Contractor will obtain certifications in form and substance equal to Part IV(A)(1) and (2) of this Affidavit prior to using them as subcontractors.
2. The Contractor shall not, without the prior written consent of the City, use any subcontractors to perform this Contract if the Contractor, based on information contained in the subcontractor certification or any other information known or obtained by Contractor, has reason to believe that the subcontractor has, within the preceding five years, been in violation of any Environmental Restriction, received notice of any claim relating to a violation of an Environmental Restriction, or been subject to any fine or penalty for a violation of an Environmental Restriction. Furthermore, the Contractor shall not, without the prior written consent of the City, use as a subcontractor any individual, firm, partnership, corporation, joint venture or other entity from which the Contractor is unable to obtain a certification in form and substance equal to Part IV(A)(1) and (2) of this Affidavit or which the Contractor has reason to believe cannot provide a truthful certification.
3. The Contractor shall maintain all subcontractors' certifications required by Paragraph (1) above for the duration of the Contract and shall make such certifications promptly available to the City upon request.

PART V. CERTIFICATION REGARDING ETHICS AND INSPECTOR GENERAL

The Contractor understands and will abide by all provisions of Chapter 2-56 of the Municipal Code, entitled "Office of Inspector General," and all provisions of Chapter 2-156 of the Municipal Code, entitled "Governmental Ethics."

PART VI. CERTIFICATION REGARDING COURT-ORDERED CHILD SUPPORT COMPLIANCE

For purposes of this PART VI, "Substantial Owner" means any person who owns or holds a 10% or more percentage of interest in the Contractor. If the Contractor is an individual or sole proprietorship, the substantial owner is the individual or sole proprietor. Percentage of interest includes direct, indirect and beneficial interests in the Contractor. An indirect or beneficial interest is an interest in the Contractor held either by a corporation, joint venture, trust, partnership, estate or other legal entity in which the individual holds an interest, or by agent(s) or nominee(s) on behalf of an individual or entity. For example, if Corporation B holds or owns a 20% interest in the Contractor, and an individual has a 50% interest in Corporation B, then such individual indirectly has a 10% interest in the Contractor and the individual is a Substantial Owner of the Contractor. If Corporation B is held by another entity, then this analysis must be applied to that entity.

If Contractor's response below is #1 or #2, then all of the Contractor's Substantial Owners must remain in compliance with any such child support obligations (A) throughout the term of the Contract and any extensions thereof; or (B) until the performance of the Contract is completed, whichever is later. Failure of Contractor's Substantial Owners to remain in compliance with their child support obligations in the manner set forth in either (A) or (B) constitutes an event of default.

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Check one:

1. ☒ No Substantial Owner has been declared in arrearage on any child support obligations by the Circuit Court of Cook County or by another Illinois court of competent jurisdiction.
2. ☐ The Circuit Court of Cook County or another Illinois court of competent jurisdiction has issued an order declaring one or more Substantial Owners in arrearage on child support obligations. All such Substantial Owners, however, have entered into court-approved agreements for the payment of all such child support owed, and all such Substantial Owners are in compliance with such agreements.
3. ☐ The Circuit Court of Cook County or another Illinois court of competent jurisdiction has issued an order declaring one or more Substantial Owners in arrearage on child support obligations and (1) at least one such Substantial Owner has not entered into a court-approved agreement for the payment of all such child support owed; or (2) at least one such Substantial Owner is not in compliance with a court-approved agreement for the payment of all such child support owed; or both (1) and (2).
4. ☐ There are no Substantial Owners.

PART VII. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Chicago Municipal Code have the same meanings when used in this PART VII.

Complete BOTH sections 1 and 2.

In accordance with Section 2-156-110 of the Municipal Code of Chicago:

1. Does any official or employee of the City of Chicago have a financial interest in his or her own name or in the name of any other person in this contract, work, business, or transaction?

☒ No.
☐ Yes.

If yes, identify the officials or employees having such interest and the nature of such interest:

2. Unless sold pursuant to a process of competitive bidding, no official or employee shall have a financial interest in his or her own name or in the name of any other person in the purchase of any property that (i) belongs to the city, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the city (collectively, "City Property Sale"). Compensation for property taken pursuant to the city's eminent domain power does not constitute a financial interest within the meaning of this section.

If the contract, work, business, or transaction involves a City Property Sale does any official or employee have a financial interest in his or her own name or in the name of any other person in the City Property Sale?

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☐ N/A (i.e., the contract, work, business, or transaction is not for a City Property Sale)
☐ No.
☐ Yes.

If yes, identify the officials or employees having such interest and the nature of such interest:

3. Contractor further certifies that no such financial interest in this contract, work, business, or transaction will be acquired by any official or employee of the City of Chicago.

PART VIII. AFFIDAVIT OF LOCAL BUSINESS

If this is a competitively bid Contract funded in whole by City funds, Contractor should complete this section.

1. Is bidder/proposer a "Local Business" as defined by the provisions of this Specification?
☐ Yes ☒ No

2. How many persons are currently employed by bidder/proposer? 140+

3. Does bidder/proposer have business locations outside the City of Chicago?
☒ Yes ☐ No

If so, list such bidder/proposer's business addresses:

15020 N. 74th St. Scottsdale, AZ
3813 A Uklander Way Culver City CA

4. How many of bidder/proposer's current employees work at City of Chicago locations? NA

5. Is bidder/proposer subject to City of Chicago taxes (including the Head Tax)?
☒ Yes ☐ No

PART IX. CERTIFICATION REGARDING ELECTED OFFICIALS' BUSINESS RELATIONSHIPS

An ordinance approved by the City Council of the City of Chicago on December 2, 1998, requires that all persons or entities submitting this statement shall indicate whether they had a business relationship with a city elected official in the 12 months prior to the date upon which the statement is signed. A "business relationship" means any contractual or other private business dealing of an official, or his or her spouse, or of any entity in which an official or his or her spouse has a financial interest, with a person or entity which entitles an official to compensation or payment in the amount of \$2,500 or more in a calendar year; provided, however, a financial interest shall not include: (i) any ownership through purchase at fair market value or inheritance of less than one percent of the shares of a corporation, or any corporate subsidiary, parent or affiliate thereof, regardless of the value of or dividends on such share, if such shares are registered on a securities exchange pursuant to the Securities Exchange Act of 1934, as amended; (ii) the authorized compensation paid to an official or employee for his office or employment; (iii) any economic benefit

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provided equally to all residents of the city; (iv) a time or demand deposit in a financial institution, or (v) an endowment or insurance policy of annuity contract purchased from an insurance company. A "contractual or other private business dealing" shall not include any employment relationship of an official's spouse with an entity when such spouse has no discretion concerning or input relating to the relationship between that entity and the city. **Please indicate below whether the person or entity submitting this statement had a business relationship with a city elected official in the 12 months prior to the date upon which this statement is signed.**

Has the Contractor had a "business relationship" with any City elected official(s) in the 12 months prior to the date of execution of this Disclosure Affidavit?

[] Yes [✓] No

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s):

PART X. INCORPORATION INTO CONTRACT, COMPLIANCE, AND PENALTIES

The bidder/proposer understands and agrees that:

- A. The above certifications [Parts I-IX] shall become part of any Contract awarded to the bidder/proposer and are a material inducement to the City's execution of the Contract or other action with respect to which this Disclosure Affidavit is being executed and delivered on behalf of the bidder/proposer. Furthermore, the bidder/proposer shall comply with these certifications during the term and/or performance of the Contract or other action.
- B. If the City determines that any information provided herein is false, incomplete, or inaccurate, the City may terminate the Contract or other transaction, terminate the applicant's participation in the Contract or other transaction, and/or decline to allow the applicant to participate in other Contracts or transactions with the City.
- C. Contractor will terminate its subcontract with any subcontractor, if the City so demands, if the City determines that any information provided by a subcontractor in any of the subcontractor certifications required by this Affidavit is false, incomplete, or inaccurate. Contractor shall insert adequate provisions in all subcontracts to allow it to terminate subcontracts as required by this paragraph.
- D. The following civil and criminal penalties, among others, may apply:

A Contractor who makes a false statement material to Part II(A) (2) of this certification commits a Class 3 Felony. 720 ILCS 5/33E - 11(b). Making a false statement concerning Part III(A) of this certification is a Class A misdemeanor, voids the Contract and allows the City to recover all amounts paid to the Contractor under the Contract in a civil action. 65 ILCS 5/11-42. 1-1.

- E. This Disclosure Affidavit, some or all of the information provided herein, and any attachments may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this Disclosure Affidavit, bidder/proposer waives and releases any possible rights or claims

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it may have against the City in connection with the public release of any information contained in the completed Disclosure Affidavit and any attachments.

PART XI. VERIFICATION

Under penalty of perjury, I certify that I am authorized to execute this Disclosure Affidavit on behalf of the Contractor, that I have personal knowledge of all the certifications made in it, and that they are complete and true.

A. Rosenberg
Signature of Authorized Officer

Vice President
Title

Aaron Rosenberg
Name of Authorized Officer (Print or Type)

310 642 0470
Business Telephone Number

State of CALIFORNIA

County of LOS ANGELES

Subscribed and sworn to before me this TWENTY day of JANUARY, 2003.

Stephen H. Lawhorn
Notary Public

**Notes**

1. Business entities are affiliated if, directly or indirectly, one controls or has the power to control the other, or if a third person controls or has the power to control both entities. Indicia of control include without limitation: interlocking management or ownership identity of interests among family members; shared facilities and equipment; common use of employees; or organization of another business entity using substantially the same management, ownership or principals as the first entity.
2. "Environmental Restriction" means any statute, ordinance, rule, regulation, permit, permit condition, order or directive relating to or imposing liability or standards of conduct concerning the release or threatened release of hazardous materials, special wastes or other contaminants into the environment, and to the generation, use, storage, transportation, or disposal of construction debris, bulk waste, refuse, garbage, solid wastes, hazardous materials, special wastes or other contaminants, including but not limited to (1) the Comprehensive Environmental Response Compensation and Liability Act (42 U.S.C. § 9601 et seq.); (2) the Hazardous Material Transportation Act (49 U.S.C. § 1801 et seq.); (3) the Resource Conservation and Recovery Act of 1976 (42 U.S.C. § 6901 et seq.); (4) the Clean Water Act (33 U.S.C. § 1251 et seq.); (5) the Clean Air Act (42 U.S.C. § 7401 et seq.); (6) the Toxic Substances Control Act of 1976 (15 U.S.C. § 2601 et seq.); (7) the Safe Drinking Water Act (42 U.S.C. § 300f); (8) the Occupational Health and Safety Act of 1970 (29 U.S.C. § 651 et seq.); (9) the Emergency Planning and Community Right to Know Act (42 U.S.C. § 11001 et seq.); and (10) the Illinois Environmental Protection Act (415 ILCS 5/1 through 5/56.6).

**RETURN THIS "DISCLOSURE OF RETAINED PARTIES"
FORM WITHIN 7 CALENDAR DAYS OF CITY NOTIFICATION**

DISCLOSURE OF RETAINED PARTIES

A. Definitions and Disclosure Requirements

1. As used herein, "Contractor" means a person or entity who has any contract or lease with the City of Chicago (the "City").
2. Pursuant to Executive Order 97-1, every city contract and lease must be accompanied by a disclosure statement providing certain information about attorneys, lobbyists, accountants, consultants, subcontractors, and other persons whom the Contractor has retained or expects to retain with respect to the contract or lease. In particular, the Contractor must disclose the name of each such person, his or her business address, the nature of the relationship, and the amount of fees paid or estimated to be paid. The Contractor is not required to disclose employees who are paid solely through the Contractor's regular payroll.
3. "Lobbyist" means any person (a) who for compensation or on behalf of any person other than himself undertakes to influence any legislative or administrative action, or (b) any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

B. Certification

Contractor hereby certifies as follows:

1. This Disclosure relates to the following transaction:

Specification or other identifying number: 2281

Description of goods or services to be provided under Contract: Digital Red Light Enforcement Program

2. Name of Contractor: Redflex Traffic Systems, Inc

3. EACH AND EVERY attorney, lobbyist, accountant, consultant, subcontractor, or other person retained or anticipated to be retained by the Contractor with respect to or in connection with the contract or lease is listed below. Attach additional pages if necessary. **NOTE:** You must include information about certified MBE/WBEs you have retained or anticipate retaining, even if you have already provided that information elsewhere in the contract documents.

<u>NAME</u>	<u>BUSINESS ADDRESS</u>	<u>RELATIONSHIP (attorney, lobbyist, subcontractor, etc.)</u>	<u>FEES (indicate whether paid or estimated)</u>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

CHECK HERE IF NO SUCH PERSONS HAVE BEEN RETAINED OR ARE ANTICIPATED TO BE RETAINED: ✓

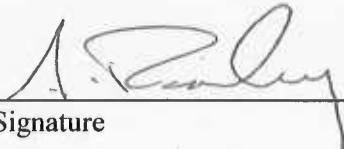
4. The Contractor understands and agrees as follows:

a. The information provided herein is a material inducement to the City's execution of the contract or other action with respect to which this Disclosure of Retained Parties form is being executed, and the City may rely on the information provided herein. Furthermore, if the City determines that any information provided herein is false, incomplete, or inaccurate, the City may terminate the contract or other transaction, terminate the Contractor's participation in the contract or other transaction, and/or decline to allow the Contractor to participate in other contracts or transactions with the City.

b. If the Contractor is uncertain whether a disclosure is required under the Executive Order, the Contractor must either ask the Contract Administrator or his or her manager whether disclosure is required or make the disclosure.

c. This Disclosure of Retained Parties form, some or all of the information provided herein, and any attachments may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. The Contractor waives and releases any possible rights or claims it may have against the City in connection with the public release of information contained in the completed Disclosure of Retained Parties form and any attachments.

Under penalty of perjury, I certify that I am authorized to execute this Disclosure of Retained Parties on behalf of the Contractor and that the information disclosed herein is true and complete.

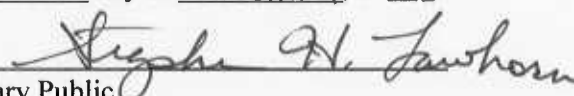

Signature

Aaron Rosenberg
Name (type or print)

1/20/03
Date

Vice President
Title

Subscribed and sworn to before me
this 20TH day of JANUARY, 2003


Notary Public

